

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:)	Chapter 11
)	
W.R. GRACE & CO., et al.,)	Case No. 01-1139(JKF)
)	
Debtors.)	Jointly Administered
)	
_____)	

**BNSF RAILWAY COMPANY’S FINAL WITNESS LIST
IN CONNECTION WITH THE CONFIRMATION HEARING**

In accordance with the Third Amended Case Management Order Related to the First Amended Joint Plan of Reorganization (Dkt. No. 21544) (“Case Management Order”) BNSF Railway Company (“BNSF”), through its counsel Pepper Hamilton LLP, hereby reserves the right to call the following witnesses who may testify on BNSF’s behalf at the hearing with respect to confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W.R. Grace & Co., *et al.*, The Official Committee of Asbestos Personal Injury Claimants, The Asbestos PI Future Claimants’ Representative and The Official Committee of Equity Security Holders Dated February 27, 2009:

1. All witnesses identified by all other parties to this action.
2. Representative(s) of BNSF who may testify to authenticate certain business records. It is currently anticipated that Ms. Karen McKee will provide such testimony.
3. Representative(s) of Marsh, Inc., who may testify to authenticate certain of its business records.
4. Jeffrey Posner, W.R. Grace & Co.
5. Jay Hughes, W.R. Grace & Co.
6. Heather M. Miranda, Claims Specialist, Maryland Casualty Company

7. Trent Proctor, Claim Litigation Director, Royal Indemnity Company

8. Kevin Burrin, Director of Risk Management, BNSF Railway Company. If

Mr. Burrin is unavailable for testimony, BNSF reserves the right to call Jamie Johnson,
Manager, Risk Management.

Dated: June 15 , 2009
Wilmington, DE

PEPPER HAMILTON LLP

/s/ John H. Schanne II

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